Notice of Exempt
Offering of Securities

U.S. Securities and Exchange Commission

Washington, DC 20549

(See instructions beginning on page 5)

OMB APPROVAL
OMB Number: 3235-0076
Expires: February 28, 2009
Estimated average burden hours per response: 4.00

Intentional misstatements or omissions of fact constitute federal criminal violations. See 18 U.S.C. 1001.

Item 1. Issuer's Identity	· -			
Name of Issuer	Previous Name(s)		Entity Type (Select or	ne)
Madison Dearborn Capital Partners VI Executive-B, L.P.	Di	ROCESSED	Corporation	
Jurisdiction of Incorporation/Organization		KULESSED	∠ Limited Partners	
Delaware		WAR 1 2 2009	General Partners	· ·
Year of Incorporation/Organization (Selectione)	THO	MSON REUTERS	Business Trust Other (Specify)	
Over Five Years Ago Within Last Five Years (specify year)	2007 Yet	to Be Formed		
(If more than one issuer is filing this notice, check the	is hav and identifies	additional lectorie) by attack	ing items 1 and 2 Continual	ion Paga(e) I
Item 2. Principal Place of Business and C		•	ung nems 1 ana 2 Commuai	ion ruge(s)./
Street Address 1	.ontact mormatic	Street Address 2		
Three First National Plaza		Suite 4600		
L-,	/Province/Country	ZIP/Postal Code	Phone No.	
Chicago	, rounce, country	60602	(312) 895-1000	
		00002	(012) 000 1000	
Item 3. Related Persons				
Last Name	First Name		Middle Name	
Madison Dearborn Partners VI-B, L.P.	N/A	····	N/A	and the state of t
Street Address 1		Street Address 2	William man	
Three First National Plaza		Suite 4600		
City State/	Province/Country	ZIP/Postal Code	20060	181
Chicago		60602	0900	,
Relationship(s): Executive Officer Dire	ctor 🔀 Promoter		•	
Clarification of Response (if Necessary) general	partner of the issue	•		
(Identify add	itional related nersons i	by checking this box X and	d attaching Item 3 Continuat	ion Page(s). I
Item 4. Industry Group (Select one)	alonal related persons	y checking this box [55] and	_	
Agriculture Banking and Financial Services Commercial Banking Insurance	Energy	Utilities Conservation	Construction REITS & Finance Residential Other Real Estate	Serien Serien Feb 272009
Investing Investment Banking	Coal Mi	ning mental Services	Retailing Restaurants	Washington, DC
Pooled Investment Fund	Oil&G		Technology	111
If selecting this industry group, also select one fi type below and answer the question below:	•		Computers	
○ Hedge Fund	Health Car Biotech	e nology	Telecommunications	5
Private Equity Fund	X	nsurance	Other Technology	
Venture Capital Fund	<u> </u>	ls & Physcians	Travel Airlines & Airports	
Other Investment Fund Is the Issuer registered as an investment	\mathbf{Q}	ceuticals	Lodging & Conventi	ons
company under the Investment Company		ealth Care	Tourism & Travel Se	
Act of 1940? () Yes () No	○ Manufactu Real Estate	•	Other Travel	
Other Banking & Financial Services	Comme		Other	

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Item 5. Issuer Size (Select one)	
Revenue Range (for Issuer not specifying "hedge" or "other investment" fund in Item 4 above)	Aggregate Net Asset Value Range (for Issuer specifying "hedge" or "other Investment" fund in Item 4 above)
O No Revenues	OR No Aggregate Net Asset Value
\$1 - \$1,000,000	\$1 - \$5,000,000
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,000,000
Over \$100,000,000	Over \$100,000,000
Decline to Disclose	O Decline to Disclose
O Not Applicable	O Not Applicable
Item 6. Federal Exemptions and Exclusions Clair	med (Select all that apply)
	vestment Company Act Section 3(c)
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1) Section 3(c)(9)
Rule 504(b)(1)(i)	Section 3(c)(2) Section 3(c)(10)
Rule 504(b)(1)(ii)	Section 3(c)(11)
Rule 504(b)(1)(iii)	Section 3(c)(4) Section 3(c)(12)
Rule 505	Section 3(c)(5) Section 3(c)(13)
	3 Section 3(c)(6)
Securitles Act Section 4(6)	Section 3(c)(14) Section 3(c)(7)
Item 7. Type of Filing	
New Notice OR Amendment	
Date of First Sale in this Offering: April 14, 2008	OR First Sale Yet to Occur
Item 8. Duration of Offering	
Does the issuer intend this offering to last more than o	one year? X Yes No
Item 9. Type(s) of Securities Offered (Select a	all that apply)
x Equity	➤ Pooled Investment Fund Interests
Debt	☐ Tenant-in-Common Securities
Contact Warman or Other Picks of According	Mineral Property Securities
Option, Warrant or Other Right to Acquire Another Security	Other (Describe)
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	
Item 10. Business Combination Transaction	
Is this offering being made in connection with a business	I I see IVI see
transaction, such as a merger, acquisition or exchange offer? Clarification of Response (if Necessary)	·
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Item 11. Minimum Investment				
Minimum investment accepted from any o	outside investor \$	250,000.00* (see note	"" in Item	13, below)
Item 12. Sales Compensation				
Recipient		Recipient CRD Number		
Credit Suisse Securities (USA) LLC		816		☐ No CRD Number
(Associated) Broker or Dealer None		(Associated) Broker or De	aler CRD Nu	ımber
				☐ No CRD Number
Street Address 1		Street Address 2		
Eleven Madison Avenue		<u> </u>		
City	State/Province		de	
New York States of Solicitation	NY	10010		
IL	KY	ME MD MA ME MD MA NV NG NG ND VT VA WA on by checking this box	⊠ MI ∷ × ØH. □ WV	GA
(a) Total Official Amount	125,000,000.00] 02	
(a) Total Offering Amount (b) Total Amount Sold			J OR	Indefinite
(b) Total Amount cold	67,085,000.00		ļ	
(c) Total Remaining to be Sold (Subtract (a) from (b))	57,915,000.00		OR	Indefinite
Clarification of Response (if Necessary)				
*The issuer reserves the right to a	accept smaller partic	cipations.		
Item 14. Investors				
Check this box if securities in the offering number of such non-accredited investors w			qualify as ac	credited investors, and enter the
Enter the total number of investors who alr	eady have invested in th	e offering: 29		
Item 15. Sales Commissions and	Finders' Fees Exp	enses		
Provide separately the amounts of sales con check the box next to the amount.	nmissions and finders' fe	ees expenses, if any. If an a	mount is no	t known, provide an estimate and
	s	ales Commissions \$ 0		
Clarification of Response (if Necessary)		Finders' Fees \$ 0		X Estimate
			·	

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em 16. Use of Proceeds				
ovide the amount of the gross proceeds of the offering that has been or is ed for payments to any of the persons required to be named as ex- rectors or promoters in response to item 3 above. If the amount is unknown timate and check the box next to the amount.	ecutive officers, \$ 13,250,000.00			
Clarification of Response (if Necessary)				
Estimated aggregate amount of management fee management fees thereafter.	s for the first six years. The Issuer will continue to pay			
gnature and Submission				
Please verify the information you have entered and review the Te	rms of Submission below before signing and submitting this notice.			
Terms of Submission. In Submitting this notice, each ide	ntified issuer is:			
the State in which the Issuer maintains its principal place of busing process, and agreeing that these persons may accept service on such service may be made by registered or certified mail, in any against the issuer in any place subject to the jurisdiction of the lactivity in connection with the offering of securities that is the sprovisions of: (i) the Securities Act of 1933, the Securities Exchan Company Act of 1940, or the Investment Advisers Act of 1940, o State in which the issuer maintains its principal place of busines	C and the Securities Administrator or other legally designated officer of iness and any State in which this notice is filed, as its agents for service of lts behalf, of any notice, process or pleading, and further agreeing that Federal or state action, administrative proceeding, or arbitration brought United States, if the action, proceeding or arbitration (a) arises out of any subject of this notice, and (b) is founded, directly or indirectly, upon the age Act of 1934, the Trust Indenture Act of 1939, the investment or any rule or regulation under any of these statutes; or (ii) the laws of the			
110 Stat. 3416 (Oct. 11, 1996)) imposes on the ability of States to require "covered securities" for purposes of NSMIA, whether in all instances or o	mal Securities Markets improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, e information. As a result, if the securities that are the subject of this Form D are time to the nature of the offering that is the subject of this Form D, States cannot a and can require offering materials only to the extent NSMIA permits them to do			
	be true, and has duly caused this notice to be signed on its behalf by the attach Signature Continuation Pages for signatures of issuers identified			
(ssuer(s)	Name of Signer			
Madison Dearborn Capital Partners VI Executive-B, L.P.	Mark B. Tresnowski			
Signature	Title			
	Managing Director & General Counsel of Madison Dearborn Partners, LLC, the general			

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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Number of continuation pages attached:

Date

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Item 3 Continuation Page

Item 3. Related Persons (Continued) Last Name First Name Middle Name Madison Dearborn Partners, LLC N/A N/A Street Address 2 Street Address 1 Suite 4600 Three First National Plaza State/Province/Country ZIP/Postal Code City 1L 60602 Chicago Executive Officer Director X Promoter Relationship(s): Clarification of Response (if Necessary) | general partner of the general partner of the issuer Last Name Middle Name First Name Canning, Jr. John Α. Street Address 2 Street Address 1 Three First National Plaza **Suite 4600** State/Province/Country ZIP/Postal Code Clty IL 60602 Chicago ■ Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) Last Name Middle Name First Name Finnegan Paul Street Address 1 Street Address 2 Three First National Plaza **Suite 4600** State/Province/Country City ZIP/Postal Code IL 60602 Chicago Relationship(s): Clarification of Response (if Necessary) Last Name Middle Name First Name Mencoff M. Samuel Street Address 1 Street Address 2 Three First National Plaza **Suite 4600** City State/Province/Country ZIP/Postal Code 60602 Chicago Relationship(s): Clarification of Response (if Necessary)

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Item 3 Continuation Page

Item 3. Related Persons (Continued) Last Name First Name Middle Name Alexos Nicholas W. Street Address 2 Street Address 1 Suite 4600 Three First National Plaza State/Province/Country ZIP/Postal Code City |IL 60602 Chicago Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) Last Name Middle Name First Name Benjamin D. Chereskin Street Address 2 Street Address 1 Three First National Plaza Suite 4600 City State/Province/Country ZIP/Postal Code lıL 60602 Chicago Relationship(s): Executive Officer Director Promoter Clarification of Response (if Necessary) Last Name First Name Middle Name Ρ. Cole Michael Street Address 2 **Street Address 1 Suite 4600** Three First National Plaza State/Province/Country City ZIP/Postal Code IL Chicago 60602 Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) Last Name Middle Name First Name Dombalagian Vahe A. Street Address 1 Street Address 2 Suite 4600 Three First National Plaza City State/Province/Country ZIP/Postal Code lıL 60602 Chicago ✓ Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary)

Clarification of Response (if Necessary)

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Item 3 Continuation Page

Item 3. Related Persons (Continued) Last Name First Name Middle Name Patrick Eilers IC. Street Address 1 Street Address 2 **Suite 4600** Three First National Plaza State/Province/Country ZIP/Postal Code City IL 60602 Chicago Relationship(s): Executive Officer Director Promoter Clarification of Response (if Necessary) Last Name Middle Name First Name M. Goldstein Thomas Street Address 1 Street Address 2 Three First National Plaza Suite 4600 City State/Province/Country ZIP/Postal Code Chicago IL 60602 Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) Last Name Middle Name First Name C. Grissom Douglas Street Address 2 Street Address 1 Three First National Plaza Suite 4600 City State/Province/Country ZIP/Postal Code Chicago lı. 60602 Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) Last Name Middle Name First Name Hurd Timothy М. Street Address 2 Street Address 1 **Suite 4600** Three First National Plaza City State/Province/Country ZIP/Postal Code |IL 60602 Chicago Executive Officer Director Promoter Relationship(s):

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Item 3 Continuation Page

Item 3. Related Persons (Continued) Last Name First Name Middle Name E. Knutsen John Street Address 2 Street Address 1 Three First National Plaza Suite 4600 State/Province/Country ZIP/Postal Code City Chicago 60602 Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) Middle Name Last Name First Name Christopher J. McGowan Street Address 2 Street Address 1 Three First National Plaza Suite 4600 City State/Province/Country ZIP/Postal Code ΙL Chicago 60602 Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) Middle Name Last Name First Name Mosher David Street Address 2 Street Address 1 **Suite 4600** Three First National Plaza City State/Province/Country ZIP/Postal Code IL Chicago 60602 Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) Last Name Middle Name First Name Peinado Α. George Street Address 2 Street Address 1 Three First National Plaza Suite 4600 City State/Province/Country ZIP/Postal Code 60602 IL Chicago Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) (Copy and use additional copies of this page as necessary.)

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Item 3. Related Persons (Continued) Last Name First Name Middle Name Perry, Jr. **James** N. Street Address 1 Street Address 2 Three First National Plaza Suite 4600 City State/Province/Country ZIP/Postal Code Chicago IL 60602 Relationship(s): Executive Officer Director Promoter Clarification of Response (If Necessary) Last Name Middle Name First Name Selati Robin Ρ. Street Address 1 Street Address 2 Three First National Plaza **Suite 4600** City State/Province/Country ZIP/Postal Code Chicago lıL 60602 Relationship(s): ✓ Executive Officer Director Promoter Clarification of Response (if Necessary) Last Name First Name Middle Name Souleles **Thomas** S. Street Address 1 Street Address 2 Three First National Plaza Suite 4600 City State/Province/Country ZIP/Postal Code Chicago 60602 Relationship(s): Executive Officer Director Promoter Clarification of Response (if Necessary) **Last Name** First Name Middle Name Sullivan lΡ. **Timothy** Street Address 1 Street Address 2 Three First National Plaza **Suite 4600** City State/Province/Country ZIP/Postal Code Chicago 60602 ✓ Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary)

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Item 3 Continuation Page

Item 3. Related Persons (Continued) Last Name First Name Middle Name Tresnowski Магк В. Street Address 1 Street Address 2 Three First National Plaza Suite 4600 City State/Province/Country ZIP/Postal Code IL Chicago 60602 Executive Officer Director Promoter Relationship(s): Clarification of Response (If Necessary) Last Name First Name Middle Name Street Address 1 Street Address 2 State/Province/Country City ZIP/Postal Code Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary) Last Name Middle Name First Name Street Address 1 Street Address 2 State/Province/Country City ZIP/Postal Code Relationship(s): Executive Officer Director Promoter Clarification of Response (if Necessary) **Last Name** Middle Name First Name Street Address 1 Street Address 2 City State/Province/Country ZIP/Postal Code Executive Officer Director Promoter Relationship(s): Clarification of Response (if Necessary)

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Item 12 Continuation Page

Item 12. Sales Compensation (Continued)

Recipient	Recipient CRD Number	
MA Private Equity Partners, Ltd.		➤ No CRD Number
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number	
		☐ No CRD Number
Street Address 1	Street Address 2	_
OMC Chambers, PO Box 3152		
City State/Province	2/Country ZIP/Postal Code	
Road Town, Tortola British Virgin	n Islands	
States of Solicitation All States ALL ALL ARL ARL ARL ARL ARL ARL ARL ARL		SA MAN TIMO
RI SC SD TN TX UT		WI WY PR
Reciplent (Associated) Broker or Dealer None	Recipient CRD Number (Associated) Broker or Dealer CRD Number	No CRD Number
<u> </u>		☐ No CRD Number
Street Address 1	Street Address 2	_
City State/Province	z/Country ZIP/Postal Code	
States of Solicitation		
		A In Condition
LIL LIN LIA KS LKY LLA L		MN MS MO DR RAS
RI SC SD TN TX UT		VI □ WY □ PR

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